

March 23, 2018

Delaware Public Service Commission
861 Silver Lake Boulevard
Cannon Building, Suite 100
Dover, DE 19904

Re: **Gold Star Energy, LLC**
 Application for Retail Electric Broker License

To Whom It May Concern:

Enclosed please find an **Application for Retail Electric Broker License** for our client, **Gold Star Energy, LLC**. Once the application has been processed, please forward evidence of approval to the mailing address on the application. If there is any issue, or if you require any further information, please do not hesitate to contact us.

Thank you,

LicenseLogix
140 Grand Street, Suite 300
White Plains, NY 10601
service@licenselogix.com
(800) 292-0909

Company Website www.gseusa.com

1. Legal name of Applicant and the name under which the Applicant proposes to do business in Delaware.

Gold Star Energy, LLC d/b/a _____
Name

- ☐ Applicants with a d/b/a must submit a copy of the Registration of Trade, Business & Fictitious Name Certificate for each of the three Delaware counties.
Provided in **Exhibit** _____
- ☐ Provide a list of names under which the Applicant, its Affiliated Interests, or any current or previous officer, director, or manager has previously done business in Delaware.
Provided in **Exhibit** _____

1. Tax identification number:

45-4545562

Federal Tax ID Number

2. Certifications:

Certifications issued by the state of formation or incorporation that the Applicant is in good standing and qualified to do business in that state.

- ☒ Provide a Certificate of Good Standing issued by the Secretary of State of the state of formation or incorporation (if different from the State of Delaware) dated within the past 12 months certifying that the Applicant is in good standing and qualified to do business in Delaware. Provided in **Exhibit A**
- ☒ Provide a copy of the Applicants Business License certifying that the Applicant is registered and/or qualified to do business in the state of formation or incorporation (if different from the State of Delaware). Provided in **Exhibit B**

3. Authority to do Business:

Each Applicant will provide a copy of the following documentation:

- ☒ Provide a Certificate of Good Standing issued by the Delaware Secretary of State dated within the past 12 months certifying that the Applicant is in good standing and qualified to do business in Delaware. Provided in **Exhibit C**

- ☒ Provide a copy of the Applicants Delaware Business License certifying that the Applicant is registered and/or qualified to do business in Delaware. Provided in Exhibit D

4. Delaware Registered Agent:

Each Applicant shall provide a designation in writing of the name and address of a person resident within the State of Delaware upon which service of any notice, order or process may be made. This information must be updated if changed.

Registered Agent Solutions, Inc.

Name

9 E. Loockerman Street, Suite 311, Dover, DE 19901

Address

(888) 705-7274

Phone

5. Leadership:

Provide the names, titles, addresses, and telephone numbers of the Applicants' principal officers, directors, partners, or other similar officials. Provided in Exhibit E

6. Corporate Structure:

Each Applicant shall provide a description of the Applicant's corporate structure, including all parent, affiliated, and subsidiary companies. Additionally, please provide a graphical depiction of such structure. Provided in Exhibit F

Jeremy K Smith – 100% Owner

Eric Owens – VP of Sales & Marketing

- 7. Name, title, and telephone number of a Regulatory Contact Person:** This person will ordinarily be the initial point of contact for resolving complaints filed with the Commission. The Commission will also send any correspondence to this person. This information is required to be updated if there is a change.

Eric Owens

Name of Regulatory Contact
VP Sales & Marketing

Title

614-204-3742

Telephone Number

eowens@gseusa.com

Email Address

- 8. Name, title, and telephone number of Complaint Contact Person:** If contact is different from the Regulatory Contact.

Delaware Public Service Commission
Electric Broker Certificate

Eric Owens

Name of Complaint Contact
VP Sales & Marketing

Title

614-204-3742

Telephone Number

eowens@gseusa.com

Email Address

9. **Name, title, and telephone number of Applicant's Attorney:** This person will ordinarily be the initial point of contact for resolving complaints filed with the Commission. The Commission will also send any correspondence to this person. This information is required to be updated if there is a change.

Name of Attorney

Firm

Address

Telephone Number

Email Address

☒ No Attorney

10. **Toll-free telephone number of Applicants customer service department:** This number will be listed on the Commission's website as a resource for existing and potential customers.

1-937-232-6938

Toll-free customer service number

11. **Consent to Jurisdiction:** A statement consenting to the jurisdiction of the Delaware courts for acts or omissions arising from the Electric Supplier's and its Agent's in the State.

By (signature)

Jeremy Smith

Typed or Printed Name

Member

Title

12. Criminal activities statement:

- ☐ A statement detailing any criminal activities, except for misdemeanors or lesser violations, of which the Applicant, any of its Affiliated Interests, officers, and directors (and prior officers and directors who left the Applicant's employ less than three (3) months before the filing of the application) have been convicted. Any criminal disclosure shall include a copy of any order of conviction and restitution. Provided in **Exhibit** _____
- ☒ Neither the Applicant nor its affiliated interests, officers or directors have been charged or convicted of any criminal activities.

13. Certified Financial Statements and other indicia of financial capability: Applicants submitting European-style financial statements shall include a statement of similarity.

- ☒ Provide copies of certified financial statements (balance sheet, income statement, statement of cash flows current within twelve (12) months of the filing).
Provided in **Exhibit** G (If publicly traded the Applicant must submit the certified financial statements AND its most recent annual report to the shareholders and SEC Form 10-K, or a link to the report on the SEC website. If not publicly traded, the Applicant must submit the accounting statements, including balance sheet and income statement, audited financial statements, bank account statements, tax returns or other indicia of financial capability, or if applicable, the certified financial statements of a publicly traded parent.)
- ☐ Other indicia of financial capability submitted in support of the application (should be current within twelve (12) months of the filing). Provided in **Exhibit** _____

14. Bankruptcy disclosure:

- ☐ See **Exhibit** _____ for detailed statement of all bankruptcy proceedings filed by the Applicant in the past 24 months
- ☒ Neither the Applicant nor its affiliated interests has filed bankruptcy in the past 24 months

15. Compliance with Regional Requirements:

- ☒ Applicant agrees to only work with an entity that complies with PJM's requirements and is a Certified Electric Supplier in Delaware.

Provide a brief a list of Electric Suppliers through which the Applicant intends to arrange for the sale of electricity (any change to this list must be updated with the Commission within five (5) Business Days of the change):

DIRECT ENERGY
ENGINE ENERGY
AEP
CONSTELLATION

16. Description of the nature of the business being conducted: Description of service, types of customers and geographic area to be served.

Description of service:

Types of Customers: *Check all that apply*

- ☒ Residential ☒ Large Commercial
☒ Industrial ☒ Small Commercial

Geographic Area: *Applicant should check one or both*

- ☒ Delmarva Power & Light Service Territory
☒ Delaware Electric Cooperative Services Territory

17. Relevant retail experience of each principal officer responsible for Delaware

operations. In order to fulfill the requirements of the Supplier Rules an Applicant must present substantial evidence of technical and managerial competency the Applicant must submit, in an attachment, detailed professional resumes including dates, jobs/ job titles and duties for each principal officer responsible for operations in Delaware.

☒ Provided in Exhibit H

18. List of states presently selling electric supply/broker services and a list of state with pending applications: Please provide a list of the states in which the Applicant, or any of its affiliates, is now or has been engaged in the retail sale of electricity, status of the application (approved or pending), type of license, license number (if approved) or commission docket number (if pending):

State: <u>IL</u>	Status: <u>Active</u>	Type of License: <u>Electric</u>	License No: <u>16-0242</u>	Date Issued: _____
State: <u>MD</u>	Status: <u>Active</u>	Type of License: <u>Electric</u>	License No: <u>IR-3718</u>	Date Issued: _____
State: <u>MD</u>	Status: <u>Active</u>	Type of License: <u>Gas</u>	License No: <u>IR-3717</u>	Date Issued: _____
State: <u>RI</u>	Status: <u>Active</u>	Type of License: <u>Gas</u>	License No: <u>23779(T3)</u>	Date Issued: _____
State: <u>PA</u>	Status: <u>Active</u>	Type of License: <u>Gas</u>	License No: <u>A-2016-2529642</u>	Date Issued: _____
State: <u>ME</u>	Status: <u>Active</u>	Type of License: <u>Electric</u>	License No: <u>2016-00149</u>	Date Issued: _____

*If more space is required please attach a separate sheet of paper with the above information. **Provided in Exhibit** I *no additional space required*

Applicant shall provide a copy of any order or decision from the state's public utility commission for each state listed above. **Provided in Exhibit _____

19. List of states in which Applicant has received authority to sell/broker services but is not currently providing services.

Delaware Public Service Commission
Electric Broker Certificate

State: _____ Status: _____ Type of License: _____ License No: _____ Date Issued: _____
 State: _____ Status: _____ Type of License: _____ License No: _____ Date Issued: _____
 State: _____ Status: _____ Type of License: _____ License No: _____ Date Issued: _____
 State: _____ Status: _____ Type of License: _____ License No: _____ Date Issued: _____

*Applicant shall provide a copy of any order or decision from the state's public utility commission for each state listed above. **Provided in Exhibit** _____

20. Other Proceedings - List of states or federal jurisdictions in which Applicant or its Affiliated Interests has been denied approval and/or had authority revoked.

State: _____ Date certified: _____
 State: _____ Date certified: _____

*If the applicant has been denied approval or had its authority revoked by a state Commission please provide a detailed explanation for each state. **Provided in Exhibit** _____

☐ Applicant has never been denied or revoked

21. List of States or Federal jurisdictions in which the Applicant or any of its Affiliated Interests has been found to be in violation of a state's laws, rules or regulations.

Provided in Exhibit n/a

22. Please provide a copy of any settlement, adjudication, or court order with respect to an action filed by a state Attorney General, the Federal Trade Commission, or U.S. Department of Justice concerning the Applicant's participation in retail and federal electricity, natural gas, or telecommunications markets.

Provided in Exhibit n/a

23. Pending Proceedings for revocation/suspensions: Applicant shall provide a list of proceedings in which a revocation or suspension of authority to sell or broker electricity is pending or has been adjudicated, and the name case number, venue, final orders and settlement agreements for each case identified.

State: _____ Case Number: _____ Venue: _____ Final Order No: _____ Date Issued: _____
 State: _____ Case Number: _____ Venue: _____ Final Order No: _____ Date Issued: _____
 State: _____ Case Number: _____ Venue: _____ Final Order No: _____ Date Issued: _____

☐ Additional information provided in **Exhibit** n/a

24. Security: The Commission may determine that an Applicant requesting to be a Broker is required to post security in the amount of \$10,000 in order to ensure that the Applicant has sufficient financial ability to operate as a Broker in the State. This will be determined on a case-by-case basis.

25. Any other information:

- ☐ Other material submitted in support of the Application. Provided in **Exhibit** _____
- ☒ No other supporting material is provided

26. Verification of Application: The Application must be accompanied by a signed, notarized verification of a principal officer of the Applicant stating that all information in the application is true and correct as filed to the best of the principal's or officer's belief. Where the Applicant is a corporation or an association, the verification shall be signed by an officer thereof and notarized. (See Attachment A for an example)

- ☒ Verification is provided in **Exhibit** 8 K

27. Waiver of certification requirements: Only applicable to Applicants requesting a waiver.

- ☐ Applicant requests a waiver of the requirements in Section(s) _____. Please provide a detailed explanation in support of the request for a waiver below: *If additional space is required please attach additional sheets of paper to the Application as necessary.* Provided in **Exhibit** _____

- ☒ No waiver requested

28. Marketing Plans and Materials: If the Applicant intends to serve Residential and Small Commercial, the Applicant shall provide the marketing plan and all marketing materials (please see Reg. 49, Supplier Rule - **Sections 2.2.13 – 2.2.14** for a complete list of materials to be submitted.

Please provide a description of the marketing plan(s) and/or methods Applicant plans to use in Delaware, the description should identify whether Door-to-Door, Telemarketing, direct mail, or other marketing channels will be used and, where applicable, the identification of third party vendors that the Applicant will utilize. Additionally, please include the manner in which the Applicant will ensure oversight, training, and compliance with the Supplier Regulations.

All sales reps, manager, and 3rd parties sign a Sales Standards and Code of Conduct.

We ensure all state and local rules and regulations are followed.

~~Weekly training sessions are held to stress Marketing Good Practices as well as additional training when needed.~~

- ☐ Additional information provided in **Exhibit** _____

Checklist of Required Items for Electricity Broker Applications – Applications may be rejected if documents are not available at the time of submission.

- ☐ Registration of Trade, Business & Fictitious Name Certificate for each Delaware County where business is expected to be conducted Exhibit n/a
- ☐ Names under which Applicant or its Affiliated Interests, or any current or previous officer, director, or manager has done business in Delaware Exhibit n/a
- ☐ Certification Documents from the state of formation or incorporation Exhibit A
- ☐ Delaware Certificate of Good Standing Exhibit C
- ☐ Delaware Business License Exhibit _____
- ☐ Leadership Information Exhibit E
- ☐ Graphical Depiction of Corporate Structure Exhibit F
- ☐ Criminal Activities Statement Exhibit n/a
- ☐ Certified Financial Statements (dated within one year of filing), 10-K and Annual Report to Shareholders (if required) Exhibit n/a
***If filed under confidential seal a redacted version and attestation must be uploaded separately in DelaFile**
- Publicly traded applicants – recent annual report and SEC Form 10-K Exhibit n/a
- ☐ Bankruptcy disclosure Exhibit n/a
- ☐ Security Bond (if required by the Commission) Exhibit _____
- ☐ Verification of Application Exhibit K
- ☐ Marketing Plans and Materials Exhibit L
- ☐ States presently selling electricity supply/broker services and pending applications (if additional space is required) Exhibit _____
- ☐ States in which authority to supply services has been received but not currently providing services Exhibit _____
- ☐ State or Federal Jurisdictions where Applicant or affiliate interest has been found in violation of state's laws, rules or regulations Exhibit _____
- ☐ Any settlement, adjudication, or court order in reference to any action taken by a state Attorney General, the Federal Trade Commission, the U.S. Department of Justice concerning the Applicants participation in listed markets Exhibit _____

Additional Items for Suppliers:

- ☐ List of states in which Applicant has been denied approval and/or had authority revoked (detailed explanation) Exhibit _____
- ☐ Pending Proceedings Exhibit _____
- ☐ Security Bond (if required) Exhibit _____
- ☐ Other materials submitted in support of the Application Exhibit _____

Attachment B

Attestation of Submission of Confidential, Proprietary, and Privileged Material

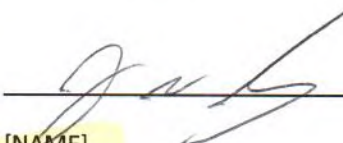
Per 26 Del. Admin. C. § 1001-1.11

I, Jeremy Smith, President of Gold Star Energy, LLC, do hereby attest, under penalty of perjury, that [DESCRIPTION OF DOCUMENT / INFORMATION] is 1) not a "public record" as defined by 29 Del. C. § 10002(l) because it is [DESCRIPTION OF REASON AND SPECIFIC EXEMPTION UNDER 29 Del. C. § 10002(l)]; and 2) is not subject to inspection by either the public or by other parties unless an appropriate proprietary agreement is executed.

As such, I request that the Delaware Public Service Commission accord confidential treatment to [DESCRIPTION OF DOCUMENT/ INFORMATION] in accordance with 26 Del. Admin. C. § 1001-1.11.

In compliance with 26 Del. Admin. C. § 1001-1.11.3, I have submitted, attached to this Attestation, for filing a copy of the document described above without the confidential information, with an indication that the claimed confidential information has been deleted.

Executed [DATE]



[NAME]

[STATE] *Ohio*

[COUNTY] *Montgomery*

Sworn to and subscribed before me on [DATE] by [NAME]

11/17/18 Jeremy & Smith

[NOTARY NAME]

Lindia K. Anderson

[NOTARY SEAL]

My commission expires: *12-18-2022*